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Issue 91-186

SEP - 1 1991

September 25, 1991

U.S. SECURITIES
EXCHANGE COMMISSION

COMMISSION ANNOUNCEMENTS

CHAIRMAN BREEDEN TO TESTIFY

Chairman Breeden will testify on Thursday, September 26, before the Oversight Subcommittee of the House Ways and Means Committee concerning the Government Securities Act. Hearings will be held in Room 1100 of the Longworth House Office Building. Time of the Chairman's testimony is to be announced.

SEC AND SWEDISH FINANCIAL SUPERVISORY AUTHORITY TO SIGN COMMUNIQUE

Today the SEC and the Swedish Financial Supervisory Authority (SFSA), the successor entity to the Swedish Bank Inspection Board (BIB), will sign a Communique reaffirming the terms of the Communique signed by the SEC and the BIB on June 27, 1991. The Communique provides for the exchange of information and the establishment of a framework for cooperation between the SEC and the SFSA. The signing will take place at 1:30 p.m. in the Cannon Room of the J.W. Marriott Hotel, during the 16th Annual Meeting of the International Organization of Securities Commissions. The communique will be signed by Richard C. Breeden, Chairman of the SEC, and Stig Danielsson, Deputy Director General of the SFSA. (Press Rel. 91-52)

U.S. AND U.K. GOVERNMENT AGENCIES SIGN MEMORANDUM OF UNDERSTANDING

Securities and futures regulators in the United States and the United Kingdom today signed an important new agreement on international cooperation. The agreement provides a framework for a substantial expansion in mutual assistance and exchange of information between the Authorities and supersedes the existing Memorandum of Understanding (MOU) signed in 1986. The new MOU, signed in the United States by Richard Breeden, Chairman of the SEC, Wendy Gramm, Chairman of the Commodity Futures Trading Commission (CFTC), John Redwood, Minister of State for Corporate Affairs, United Kingdom Department of Trade and Industry (DTI), and Sir David Walker, Chairman of the Securities and Investments Board, builds on the experience of operating the earlier MOU and the excellent working relationship the parties have developed during the five years it has been in effect. (Press Rel. 91-55)

SEC AND BISC SIGN A MEMORANDUM OF UNDERSTANDING ON COOPERATION AND MUTUAL ASSISTANCE

On September 24, 1991, Richard Breeden, Chairman of the SEC, and Svein Aasumundstad, Director General of the Banking, Insurance and Securities Commission of Norway (BISC), signed a Memorandum of Understanding (MOU) concerning consultation and cooperation in the administration and enforcement of the U.S. and Norwegian securities laws. The

MOU creates a framework to facilitate mutual assistance between the SEC and the BISC and formalizes the excellent working relationship that already exists between the two authorities. The MOU also provides for consultations between the parties on all matters relating to the operation of the securities markets of their respective countries, and on the operation of the MOU. (Press Rel. 91-56)

CIVIL PROCEEDINGS

CANADIAN ORDERED TO SHOW CAUSE

The Fort Worth Regional Office announced that on September 9 the U.S. District Court for the Western District of Texas, San Antonio Division, entered an Order to Show Cause against Edward J. Carter, a resident of Toronto, Ontario, Canada. The Show Cause Order resulted from Carter's failure to comply with the Court's Order of April 8, 1991, which required Carter to provide the Court with a sworn accounting of all funds derived from the sale of shares in Carter and Ward controlled companies to the Prospector Fund and to disgorge into the Registry of the Court the sum of \$8.750 million (Canadian).

The Commission's complaint, previously filed in this matter, alleges that Carter, aided by two co-conspirators, Carl L. Lazzell of San Antonio, Texas and David H. Ward of Vancouver, British Columbia, systematically looted a mutual fund, the Prospector Fund, a series of United Services Funds. The complaint alleges that Carter caused Prospector to repeatedly deviate from its investment policies by purchasing approximately \$20 million of over-valued securities secretly controlled by the two Canadian citizens, Ward and Carter. Prospector suffered approximately \$15 million in trading losses between May 1984 and September 1985. All three conspirators have been criminally convicted and sentenced in Canada for their part in these activities, and all three have been permanently enjoined in this matter. [SEC v. Carl L. Lazzell, Edward J. Carter and David H. Ward, Civil Action No. SA 90 CA 0951, WD/TX, San Antonio] (LR-12984)

BARUCH ROSENBERG CONSENTS TO JUDGEMENT

On September 24, the Commission filed a complaint in the U.S. District Court for the District of Columbia against Baruch Rosenberg, a former securities analyst at Cowen & Co. The complaint asks that Rosenberg be enjoined from violating Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5, that he disgorge \$45,163 plus interest and that he pay a \$45,163 penalty.

Rosenberg, without admitting or denying the allegations contained in the Complaint, consented to entry of a Final Judgment enjoining him, ordering him to disgorge \$45,163, plus interest, representing the loss avoided from his sales of Apollo Computer Inc. stock, and ordering him to pay a \$45,163 penalty.

The complaint alleges that Rosenberg acquired material nonpublic information from a senior Apollo officer concerning the financial performance of Apollo for the second quarter of 1988. The complaint also alleges that he sold 10,623 shares of Apollo stock while in possession of such information and in breach of a duty arising out of a relationship of trust and confidence he had with Cowen and Cowen's clients. [SEC v. Baruch Rosenberg, Civil Action No. 91-2403, SSH, D.D.C., September 24] (LR-12986)

COMPLAINT AGAINST ROBIN SYMES AND OTHERS

The Commission filed an action in the U.S. District Court for the Central District of California on September 24 against Robin Symes, Raymond Fidel and Dariush Razavi, former officers of Lincoln Savings and Loan Association. The action is related to the sale of subordinated debentures issued by Lincoln's parent corporation, American Continental Corporation (ACC). According to the complaint, the Defendants violated and aided and abetted violations of Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) and Rule 10b-5 thereunder by causing sales representatives for the debentures to make false statements. These statements concerned, among other things, the safety and suitability of the investment and the fact that sales representatives were being compensated by ACC to promote the debentures to Lincoln customers. The complaint further alleges that the Defendants failed to disclose that ACC's debentures had been assigned a below-investment-grade rating by a rating service and that ACC was paying interest rates on the debentures that were substantially below what would have been paid on other similarly risky instruments. The complaint further alleges that the Defendants aided and abetted violations of Section 15(a) of the Exchange Act by Lincoln and others involving the failure to register as broker/dealers with the Commission.

Simultaneously with the filing of the complaint, the Defendants, without admitting or denying any of the allegations in the complaint, consented to the entry of Permanent Injunctions against further violations of the provisions set forth above. [SEC v. Robin Symes, Raymond Fidel, and Dariush Razavi, 91 Civ. 5147, C.D. Cal.] (LR-12987)

COMPLAINT FILED AGAINST COMPACT DISCOUNTERS, INC. AND KEITH STAHL

The Commission announced the filing of a complaint in the U.S. District Court for the District of South Carolina against Compact Discounters, Inc. (CDI), a South Carolina corporation that engaged in direct-mail sales of compact music discs, and Keith E. Stahl (Stahl), CDI's sole stockholder and director and its principal officer. The complaint seeks entry of a permanent injunction enjoining CDI and Stahl from violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, and disgorgement of \$67,500.

The complaint alleges that CDI and Stahl offered unregistered CDI bonds to 25,000 persons on CDI's customer mailing list by means of a five-paragraph letter that falsely described the intended use of proceeds and failed to disclose that Stahl had criminally misappropriated significant amounts of postage in connection with CDI's business. Stahl was arrested during the bond offering and is presently serving a 21-month sentence in federal prison. [SEC v. Compact Discounters, Inc. and Keith E. Stahl, Civil Action No. 3:91-2745-19, U.S.D.C., Dist. of S.C.] (LR-12988)

COMPLAINT NAMES ROBERT KURTZ, JR. AND NATALIE CAUSERANO

The Securities and Exchange Commission announced the filing of a complaint in the U.S. District Court, Eastern District of Pennsylvania, against Robert F. Kurtz, Jr. (Kurtz), formerly employed in the Philadelphia office of Kidder, Peabody & Co, Inc. (Kidder) as a registered representative, and Natalie A. Causerano (Causerano), formerly employed in Kidder's Philadelphia office as a sales assistant. The complaint alleges that during the period from June 1988 through November 1989 Kurtz, aided and abetted by Causerano, misappropriated \$1,507,815 from two Kidder customer accounts for which Kurtz served as account executive. It also alleges that Kurtz engaged in a check-kiting scheme to conceal his misappropriation. The Commission seeks an injunction against Kurtz and Causerano from future violations of the antifraud provisions of the securities laws. The Commission also seeks disgorgement from Kurtz of all funds which he received as a result of the alleged fraudulent conduct.

Without admitting or denying the allegations contained in the complaint, Causerano consented to the entry of a Final Judgment enjoining her from aiding and abetting future violations of the antifraud provisions. The Commission's injunctive action against Kurtz is still pending. [SEC v. Robert F. Kurtz, Jr. and Natalie A. Causerano, USDC EDPA, Civil Action No. 91-CV-5969] (LR-12989)

WEDGESTONE FINANCIAL ENJOINED AND ORDERED TO RESTATE FILING

The Commission announced that on September 11 the U.S. District Court for the District of Massachusetts issued a Final Judgment of Permanent Injunction against Wedgestone Financial (Wedgestone). Wedgestone, which consented to this Order without admitting or denying the complaint's allegations, was enjoined from future violations of the antifraud and reporting provisions of the securities laws. Wedgestone was also ordered to review, restate and refile with the Commission its second-quarter 1988 Form 10-Q.

The Commission's complaint, filed July, 12, 1991, alleged that Wedgestone's second-quarter 1988 Form 10-Q contained financial statements that materially understated Wedgestone's reserve for losses and materially overstated its net income. The complaint also alleged that this overstatement resulted in Wedgestone reporting a profit for the quarter ended June 30, 1988 when its operations were at no more than an approximately break-even level for that quarter. [SEC v. Wedgestone Financial, No. 91-11849MA] (LR-12990)

CIVIL INJUNCTIVE ACTION AGAINST BERNARD DEUTSCH AND OTHERS

The Commission today announced the filing of a civil injunctive action in the U.S. District Court for the Southern District of New York against Bernard Deutsch and Mildred Faye Breuer, the former President of Breuer Capital Corporation. The complaint was also filed against Steven A. Fishman, Samuel H. Galantz, and Laurence S. Zimmerman, registered representatives formerly employed at Breuer Capital; Avruhum M. Donner and Dovid Donner, private investors, and Robert Peckerman, a registered representative formerly employed at York Securities, Inc.

In its complaint the Commission alleges that in the fall of 1986 the defendants violated the antifraud and other provisions of the federal securities laws by engaging in a fraudulent scheme to manipulate the market for the common stock of Balchem Corporation, a specialty chemical corporation primarily traded in the over-the-counter market through NASDAQ.

Without admitting or denying the allegations of the Commission's Complaint, Dovid Donner has consented to the entry of a Final Judgment of Permanent Injunction enjoining him from future violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder. [SEC v. Bernard Deutsch, et. al., Civil Action No. 91 Cir. 6462] (LR-12992)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

WITHDRAWAL GRANTED

An order has been issued granting the application of American Precision Industries, Inc. to withdraw from listing and registration its Common Stock, \$.66 2/3 Par Value, on the American Stock Exchange. (Rel. 34-29723)

UNLISTED TRADING PRIVILEGES GRANTED

Orders have been issued granting the applications of two exchanges for unlisted trading privileges in issues which are listed and registered on one or more other national securities exchanges and are reported in the consolidated transaction reporting system. The exchanges and number of issues are as follows: Pacific Stock Exchange - 1 issue (Rel. 34-29724); and Midwest Stock Exchange - 4 issues (Rel. 34-29725).

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGE

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-91-33) under Rule 19b-4 to amend the Uniform Application for Securities Industry Registration or Transfer, Form U-4 and the Uniform Termination Notice for Securities Industry Registration, Form U-5. The proposed changes to Form U-4 and Form U-5 are being made in response to the enactment of the Securities Act Amendments of 1990 and the Securities Enforcement Remedies and Penny Stock Reform Act of 1990. In particular, several changes to the disciplinary disclosure questions in Forms U-4 and U-5 are being proposed. Publication of the proposal is expected in the Federal Register during the week of September 23. (Rel. 34-29711)

APPROVAL OF PROPOSED RULE CHANGES

The Commission approved proposed rule changes filed under Rule 19b-4 by the National Association of Securities Dealers (SR-NASD-91-21) to amend the OTC Bulletin Board Service to implement certain system enhancements; and Philadelphia Stock Exchange (SR-PHLX-91-11) that provides for the retention of book priority for orders that are subject to a cancel or replacement process. Publication of the orders is expected in the Federal Register during the week of September 23. (Rels. 34-29713 and 34-29714, respectively)

SIGNIFICANT NO-ACTION AND INTERPRETATIVE LETTERS

INTERPRETATION OF NEW RULES UNDER SECTION 16 OF THE EXCHANGE ACT

The Division of Corporation Finance has announced the publication of significant staff correspondence interpreting the new Section 16 rules. Copies of the letter may be obtained by writing to, or by making a request in person at, the Public Reference Room, Securities and Exchange Commission, 450 5th Street, N.W., Room 1024, Washington, D.C. 20549. Each request must state the name of the subject company, the Act and the Section of the Act to which it relates, and the public availability date.

<u>Letter</u>	<u>Availability Date</u>	<u>Subject</u>
Eaton Corporation	September 25, 1991	Former Rule 16-3(a) and New Rule 16b-3(b)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

S-1 COLONIAL NATIONAL BANK USA, FOULKSTONE PLZ, 1411 FOULK RD, WILMINGTON, DE 19803
(302) 478-9740 - 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. 1,000,000 (\$1,000,000) EQUIPMENT TRUST CERTIFICATES. UNDERWRITER: PRUDENTIAL SECURITIES INC.
(FILE 33-42682 - SEP. 18) (BR. 11)

REGISTRATIONS CONTINUED

- S-18 LASERSIGHT INC /DE, 3045 TECHNOLOGY PARKWAY, ORLANDO, FL 32826 (407) 382-2772 - 1,035,000 (\$5,175,000) COMMON STOCK. 103,500 (\$90) WARRANTS, OPTIONS OR RIGHTS. (FILE 33-42734-A - SEP. 12) (BR. 8 - NEW ISSUE)
- S-6 DEFINED ASSET FUNDS MUNICIPAL INVT TR FD MULTISTATE SER 9L, P O BOX 9051, C/O MERRILL LYNCH PIERCE FENNER & SMITH, PRINCETON, NJ 08543 - INDEFINITE SHARES. DEPOSITOR: MERRILL LYNCH PIERCE FENNER & SMITH INC, PAINWEBBER INC, PRUDENTIAL BACHE SECURITIES INC, SHEARSON LEHMAN BROTHERS, WITTER DEAN REYNOLDS INC. (FILE 33-42788 - SEP. 17) (BR. 22 - NEW ISSUE)
- S-6 MUVEEN TAX EXEMPT UNIT TRUST SERIES 631, 333 WEST WACKER DR, C/O JOHN MUVEEN & CO INC, CHICAGO, IL 60606 - INDEFINITE SHARES. DEPOSITOR: MUVEEN JOHN & CO. (FILE 33-42790 - SEP. 17) (BR. 22 - NEW ISSUE)
- S-6 SEARS MUNICIPAL TRUST TENNESSEE PORTFOLIO SERIES 6, TWO WORLD TRADE CENTER, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 (212) 392-7902 - 2,000 (\$2,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-42791 - SEP. 18) (BR. 22 - NEW ISSUE)
- S-6 SEARS MUNICIPAL TRUST TENNESSEE PORTFOLIO SERIES 7, TWO WORLD TRADE CENTER, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 (212) 392-7902 - 2,000 (\$2,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-42792 - SEP. 18) (BR. 22 - NEW ISSUE)
- S-6 SEARS MUNICIPAL TRUST TEXAS PORTFOLIO SERIES 12, TWO WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 2,000 (\$2,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-42793 - SEP. 18) (BR. 22 - NEW ISSUE)
- S-6 SEARS MUNICIPAL TRUST TEXAS PORTFOLIO SERIES 13, TWO WORLD TRADE CNTR, C/O DEAN WITTER REYNOLDS INC, NEW YORK, NY 10048 - 2,000 (\$2,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: DEAN WITTER REYNOLDS INC. (FILE 33-42794 - SEP. 18) (BR. 22 - NEW ISSUE)
- S-3 SERVICE CORPORATION INTERNATIONAL, 1929 ALLEN PKWY, P O BOX 130548, HOUSTON, TX 77019 (713) 522-5141 - 322,500,000 (\$322,500,000) CONVERTIBLE DEBENTURES AND NOTES. (FILE 33-42814 - SEP. 18) (BR. 5)
- S-1 GERRITY OIL & GAS CORPORATION, 4100 E MISSISSIPPI AVE STE 1200, DENVER, CO 80222 (303) 757-1110 - 2,875,000 (\$17,609,375) COMMON STOCK. (FILE 33-42815 - SEP. 18) (BR. 3)
- S-1 NUTRITION MANAGEMENT SERVICES CO/PA, BOX 725 KIMBERTON RD, KIMBERTON, PA 19442 (215) 935-2050 - 1,150,000 (\$5,750,000) COMMON STOCK. 1,150,000 (\$6,900,000) COMMON STOCK. 100,000 (\$1,000) WARRANTS, OPTIONS OR RIGHTS. 100,000 (\$600,000) COMMON STOCK. 100,000 (\$600,000) COMMON STOCK. UNDERWRITER: STRATTON OAKMONT INC. (FILE 33-42816 - SEP. 18) (BR. 6 - NEW ISSUE)
- S-8 STORAGE TECHNOLOGY CORP, 2270 S 88TH ST, LOUISVILLE, CO 80028 (303) 673-5151 - 245,000 (\$10,427,935) COMMON STOCK. (FILE 33-42817 - SEP. 18) (BR. 9)
- S-8 STORAGE TECHNOLOGY CORP, 2270 S 88TH ST, LOUISVILLE, CO 80028 (303) 673-5151 - 1,000,000 (\$36,178,550) COMMON STOCK. (FILE 33-42818 - SEP. 18) (BR. 9)
- S-1 PAMET SYSTEMS INC, 1000 MAIN ST, ACTON, MA 01720 (508) 263-2060 - 80,000 (\$540,000) COMMON STOCK. 1,000,000 (\$6,500,000) COMMON STOCK. (FILE 33-42819 - SEP. 18) (BR. 9)
- S-8 STONERIDGE RESOURCES INC, 2000 N WOODWARD AVE STE 300, BLOOMFIELD HILLS, MI 48304 (313) 540-9040 - 150,000 (\$637,500) COMMON STOCK. (FILE 33-42820 - SEP. 18) (BR. 4)

REGISTRATIONS CONTINUED

- S-8 SOFTWARE TOOLWORKS INC, 60 LEVERONI COURT, NOVATO, CA 94949 (415) 883-3000 - 3,520,002 (\$11,660,006.63) COMMON STOCK. (FILE 33-42821 - SEP. 18) (BR. 10)
- S-3 ENVIRONMENTAL SYSTEMS CO /DE/, 333 EXECUTIVE CT, LITTLE ROCK, AR 72205 (501) 223-4100 - 230,359 (\$2,865,090.06) COMMON STOCK. (FILE 33-42822 - SEP. 18) (BR. 8)
- S-8 MYLAN LABORATORIES INC, 130 SEVENTH ST, 1030 CENTURY BLDG, PITTSBURGH, PA 15222 (412) 232-0100 - 239,525 (\$2,785,737.50) COMMON STOCK. 210,475 (\$6,341,611.70) COMMON STOCK. (FILE 33-42823 - SEP. 18) (BR. 4)
- S-4 ASPEN WIND INC, 410 17TH ST STE 1080, DENVER, CO 80202 (303) 629-0747 - 2,870,601 (\$9,702,631.38) COMMON STOCK. 400,000 (\$100,000) COMMON STOCK. PREFERRED STOCK. COMMON STOCK. (FILE 33-42824 - SEP. 18) (BR. 12)
- S-8 SEARS ROEBUCK & CO, SEARS TOWER, CHICAGO, IL 60684 (312) 875-2500 - 1,000,000 (\$39,187,000) COMMON STOCK. (FILE 33-42825 - SEP. 18) (BR. 2)
- S-3 EPITOPE INC/OR/, 8505 SW CREEKSIDE PL, BEAVERTON, OR 97005 (503) 641-6115 - 702,300 (\$11,721,387) COMMON STOCK. (FILE 33-42841 - SEP. 18) (BR. 4)
- S-6 TAX EXEMPT SECURITIES TRUST SERIES 350, 1345 AVE OF THE AMERICAS, C/O SMITH BARNEY HARRIS UPHAM & CO INC, NEW YORK, NY 10105 - 2,000 (\$2,000,000) UNIT INVESTMENT TRUST. DEPOSITOR: KIDDER PEABODY & CO INC, SMITH BARNEY HARRIS UPHAM & CO INC. (FILE 33-42842 - SEP. 18) (BR. 16 - NEW ISSUE)
- F-6 SOUTHERN PACIFIC PETROLEUM NL, 48 WALL ST, C/O BANK OF NEW YORK, NEW YORK, NY 10286 (212) 495-1727 - 50,000,000 (\$5,000,000) DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-42843 - SEP. 18) (BR. 99)
- S-3 SYNOVUS FINANCIAL CORP, ONE ARSENAL PL STE 301, 901 FRONT AVE, COLUMBUS, GA 31901 (404) 649-2387 - 1,081,062 (\$18,583,455.78) COMMON STOCK. 1,081,062 COMMON STOCK. (FILE 33-42844 - SEP. 18) (BR. 1)
- S-8 IDEXX LABORATORIES INC /DE, 100 FORE ST, PORTLAND, ME 04101 (617) 742-9100 - 1,010,000 (\$15,781,250) COMMON STOCK. (FILE 33-42845 - SEP. 18) (BR. 8)
- S-8 IDEXX LABORATORIES INC /DE, 100 FORE ST, PORTLAND, ME 04101 (617) 742-9100 - 60,000 (\$937,500) COMMON STOCK. (FILE 33-42846 - SEP. 18) (BR. 8)
- S-11 FLEET MORTGAGE SECURITIES INC, 50 KENNEDY PLZ, PROVIDENCE, RI 02903 (401) 278-5800 - 1,000,000 (\$1,000,000) MORTGAGE BONDS. (FILE 33-42848 - SEP. 18) (BR. 12)
- S-3 MORRISON KNUDSEN CORP, ONE MORRISON KNUDSEN PLAZA, BOISE, ID 83729 (208) 386-8000 - 574,468 (\$26,138,294) COMMON STOCK. (FILE 33-42850 - SEP. 18) (BR. 9)
- S-3 GREENWICH PHARMACEUTICALS INC, 501 OFFICE CENTER DR, BOX 7540, FORT WASHINGTON, PA 19034 (215) 540-9500 - 787,000 (\$5,705,750) COMMON STOCK. (FILE 33-42852 - SEP. 18) (BR. 4)
- S-1 BET HOLDINGS INC, 1232 31ST ST NW, WASHINGTON, DC 20007 (202) 337-5260 - 2,785,000 (\$36,205,000) COMMON STOCK. 27,332,500 (\$27,332,500) COMMON STOCK. UNDERWRITER: BEAR STEARNS & CO INC, FIRST BOSTON CORP. (FILE 33-42853 - SEP. 18) (BR. 8 - NEW ISSUE)

ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column - 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
AARON RENTS INC GAMCO INVESTORS INC ET AL	COM 13D	9/18/91	629 14.0	00253510 13.1	UPDATE
ACORN VENTURE CAP CORP LYONS JACK R	COM 13D	4/ 4/91	13 4.8	00490710 6.9	UPDATE
AMERICAN METALS SVC INC RIESGO ARMANDO	COM 13D	9/ 5/91	1,055 52.5	02748710 0.0	NEW
AMERICAN RLTY TR FRIEDMAN WILLIAM S ET AL	COM PAR \$0.01 13D	9/13/91	1,047 49.4	02917740 48.6	UPDATE
AMERICAN REP BANCORP LINDROS CARL EDWARD	COM 13D	9/16/91	105 6.6	02924310 5.3	UPDATE
APPLIED BIOSYSTEMS INC STATE OF WISCONSIN INVEST	COM BD	9/ 4/91	1,097 7.7	03790610 6.4	UPDATE
ARCH PETE INC NEW CARTER AMON G ET AL	COM 13D	9/12/91	450 5.9	03999110 0.0	NEW
AUTO SWAB CORP DRILEX OIL & GAS ET AL	COM 13D	11/28/90	10,750 46.3	05275310 0.0	NEW
BETHEL BANCORP ME SQUARE LAKE HLDG CORP	COM 13D	7/18/91	67 11.5	08673510 11.5	RVISION
BOMBAY CO INC STATE OF WISCONSIN INVEST	COM BD	9/ 6/91	338 5.5	09792410 7.1	UPDATE
CTS CORP GAMCO INVESTORS INC ET AL	COM 13D	9/18/91	993 19.4	12650110 18.1	UPDATE
CAMBRIDGE NEUROSCIENCE INC STATE OF WISCONSIN INVEST	COM BD	9/ 5/91	545 7.9	13242610 6.4	UPDATE

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
CARDIOTRONICS SYS VERTICAL FUND ASSOC	COM 13D	8/23/91	113 9.1	14160110 6.5	UPDATE
CELLULAR PRODS INC JAWORSKI MITCHELL A ET AL	COM 13D	9/17/91	1,025 8.4	15116410 5.9	RVISION
CHOCK FULL O NUTS CORP GAMCO INVESTORS INC ET AL	COM 13D	9/18/91	1,201 13.8	17026810 10.8	UPDATE
CLEAR CHANNEL COMMUNICATIONS GARTMORE INVMNT MGMT ET AL	COM 13D	7/24/91	361 4.9	18450210 0.0	NEW
CLEVETRUST RLTY INVS ROSENTHAL LEIGHTON A	SH BEN INT 13D	9/10/91	375 19.2	18678010 0.0	NEW
COMERICA INC FIDELITY INTL LTD	COM 13D	9/ 4/91	2,540 8.2	20034010 7.3	UPDATE
COMERICA INC FMR CORP	COM 13D	9/ 4/91	2,540 8.2	20034010 8.4	UPDATE
CULBRO CORP GAMCO INVESTORS INC ET AL	COM 13D	9/18/91	519 12.1	22989010 11.0	UPDATE
CURATIVE TECHNOLOGIES INC STATE OF WISCONSIN INVEST	COM BD 13D	9/ 3/91	705 7.5	23126410 8.5	UPDATE
DIGITAL PRODS CORP DELL JOHN EDWARD	COM 13D	8/29/91	2,726 14.8	25386710 5.1	UPDATE
DYNAMIC CLASSICS LTD DE FELICE JOSEPH ET AL	COM 13D	9/ 6/91	93 5.9	26784510 0.0	NEW
ENVIROFIL INC HALLINAN CHARLES M	COM 13D	8/12/91	4,728 49.4	29394310 54.6	UPDATE
EQUIMARK CORP TISCH LAURENCE A ET AL	COM NEW 13D	9/17/91	795 6.7	29443250 6.8	UPDATE
EXOLON CO HODGSON PATRICK W E ET AL	COM 13D	9/12/91	28 5.7	30210110 0.0	NEW
FPA CORP ORLEANS JEFFREY P	COM 13D	9/11/91	3,577 89.2	30254210 39.3	UPDATE
FARM & HOME FINL CORP PARAGON ASSOC ET AL	COM 13D	9/18/91	345 7.9	30799110 6.5	UPDATE
GMI GROUP INC NEWMAN PHILIP A	COM 13D	8/ 8/91	645 24.2	36189510 0.0	NEW
GEONEX CORP FLYNN HAROLD F	COM 13D	6/14/91	1,196 28.2	37247010 0.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/ %OWNED	CUSIP/ PRIOR%	FILING STATUS
GEONEX CORP FLYNN JUDITH C	COM 13D	6/14/91	1,196 28.2	37247010 0.0	NEW
GRADCO SYS INC PLENUM PUBLISHING ET AL	COM 13D	8/19/91	1,154 14.8	38411110 13.0	UPDATE
HAMPTONS BANCSHARES INC SHULMAN JEFFREY E ET AL	COM 13D	9/17/91	83 9.8	40958210 9.7	UPDATE
HANNA M A CO WACHOVIA BK/N C TRUSTEE	COM 13D	9/12/91	4,057 17.8	41052210 0.0	NEW
HEALTHCARE INTL INC FARISS MARY A ET AL	CL A 13D	9/17/91	1,402 20.1	42192010 22.0	UPDATE
IMRE CORP ALLEN & COMPANY	COM 13D	9/11/91	1,815 12.4	44969530 9.7	UPDATE
INSITUFORM GROUP LIMITED PARKWOOD LTD ET AL	COM 13D	9/17/91	2,030 20.3	45766310 22.0	UPDATE
INTERNATIONAL RECTIFIER CORP FIDELITY INTL LTD	COM 13D	9/12/91	1,403 7.0	46025410 6.2	UPDATE
INTERNATIONAL RECTIFIER CORP FMR CORP	COM 13D	9/12/91	1,403 7.0	46025410 6.2	UPDATE
KV PHARMACEUTICAL B HERMELIN MARC S ET AL	COM 13D	7/30/91	2,105 43.4	48274010 43.4	UPDATE
KASLER CORP FIDELITY INTL LTD	COM 13D	9/12/91	953 9.6	48579510 8.5	UPDATE
KASLER CORP FMR CORP	COM 13D	9/12/91	953 9.6	48579510 8.5	UPDATE
KNOWLEDGEWARE INC FIDELITY INTL LTD	COM 13D	9/13/91	796 7.0	49924510 8.2	UPDATE
KNOWLEDGEWARE INC FIDELITY INTL LTD	COM 13D	9/13/91	796 7.0	49924510 8.2	RVISION
KNOWLEDGEWARE INC FMR CORP	COM 13D	9/13/91	796 7.0	49924510 8.2	UPDATE
KNOWLEDGEWARE INC FMR CORP	COM 13D	9/13/91	796 7.0	49924510 8.2	RVISION
MAXICARE HEALTH PLANS INC WEISMAN NEIL JONATHAN ET AL	COM NEW 13D	9/11/91	1,068 10.7	57790420 8.4	UPDATE
MOORE LTD CAISSE DE DEPOT DU QUEBEC	COM 13D	9/10/91	9,830 10.1	61578510 10.8	UPDATE
NUGGET OIL CORP HERBST STEVENS GROSVENOR	COM 13D	7/ 1/91	1,560 7.0	67051810 9.0	NEW

ACQUISITIONS CONT.

NAME AND CLASS OF STOCK/OWNER	FORM	EVENT DATE	SHRS(000)/%OWNED	CUSIP/PRIOR%	FILING STATUS
NUGGET OIL CORP HERBST STEVENS GROSVENOR	COM 13D	7/ 1/91	1,560 7.0	67051810 9.0	UPDATE
NUGGET OIL CORP HOLMES KENNETH BOYCE JR	COM 13D	7/ 1/91	1,855 8.0	67051810 9.9	NEW
NUGGET OIL CORP HOLMES KENNETH BOYCE JR	COM 13D	7/ 1/91	1,855 8.0	67051810 9.9	UPDATE
NUGGET OIL CORP HOLMES KENNETH BOYCE JR	COM 13D	7/ 1/91	1,855 8.0	67051810 9.9	UPDATE
OIS OPTICAL IMAGING SYS INC MANNING WILLIAM ET AL	COM 13D	9/12/91	12,731 81.7	67085210 100.0	UPDATE
ON LINE SOFTWARE INTL INC LWB MERGE INC	COM 14D-1	9/23/91	1,607 28.4	68218010 28.4	UPDATE
PROSPECT GROUP INC WACHENHEIM EDGAR III ET AL	COM 13D	9/12/91	4,410 19.0	74291820 10.8	UPDATE
RAMSAY HEALTH CARE INC RAMSAY CORP	COM NEW 13D	9/11/91	1,591 20.7	75158220 29.8	UPDATE
RENT A WRECK AMER INC JOHNSTONE C BRUCE	COM 13D	3/28/90	112 5.2	76009810 0.0	NEW
SECURITY FINL GRP MILLER JAMES W	COM 13D	8/16/91	54 7.7	81424310 0.0	NEW
SURGICAL LASER TECH INC STATE OF WISCONSIN INVEST	COM BD 13D	9/ 6/91	633 7.1	86881910 6.0	UPDATE
TEREX CORP NEW FIDELITY INTL LTD	COM 13D	9/ 6/91	675 6.8	88077910 0.0	NEW
TEREX CORP NEW FMR CORP	COM 13D	9/11/91	675 6.8	88077910 0.0	NEW
TUBBYS INC PAGANES VICKI	COM 13D	8/26/91	797 5.2	89855110 0.0	NEW
UNITED KINGDOM FD INC MERCURY ASSET MGMT	COM 13D	9/ 5/91	550 13.7	91076610 14.9	UPDATE
VESTAUR SECS INC ORION CAP CORP ET AL	COM 13D	9/17/91	428 6.7	92546410 7.8	UPDATE
VESTRON INC FROGTOWN HOLDINGS	COM 13D	9/13/91	30,767 82.1	92549210 82.9	UPDATE
VESTRON INC FURST AUSTIN O JR	COM 13D	9/13/91	30,767 82.1	92549210 82.9	UPDATE